

**IN THE SPECIFICATION**

Please replace the paragraph beginning on page 5, line 9, with the following amended paragraph:

--Attention is first directed to Figs. 1-3 wherein the pool cover 10 of the present invention is mounted atop an above- ground swimming pool 12. Cover 10 is preferably woven as an open mesh and is fabricated from one-hundred per cent polyester yarn, which yarn has a weight of approximately 0.85 ozs./sq. yd. The yarn has a bursting strength of 30 as measured by ASTM Test Method D3787-89. This construction permits the cover to be lightweight for easy handling and strong enough to retain most environmental debris without rupturing. The cover is fabricated to be substantially colorfast under most conditions likely to be encountered. A flap 14 is disposed to cover an opening 14a (shown in phantom lines) at one circumferential area of the cover. Opening 14a is provided to accommodate a pool ladder 16. The peripheral edge of the cover is provided with a reinforced binding 10a (Figs. 4A, 4B and 6) there around.--